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OCT 17 2002

October 15, 2002

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Debra Elofson, Executive Director
Public Utilities Commission of the State of South Dakota
500 East Capitol Avenue
Pierre, SD 57501

Re: Filing of Rate Change Amendment to the Interconnection Agreement between McLeodUSA
Telecommunications Services, Inc. and Qwest Corporation f/k/a U S WEST Communications, Inc.
Our File No. 2104.078

Dear Ms. Elofson:

Pursuant to ARSD 20:10:32:21 enclosed for filing are the original and ten (10) copies of the Consent to Transfer Agreement by Qwest Corporation ("Qwest") for the benefit of McLeodUSA Telecom Development, Inc. f/k/a Dakota Telecom, Inc. ("McLeod") and PrairieWave Telecommunications, Inc. ("PrairieWave") for approval by the Commission. This Agreement is contingent on the approval and sale of stock purchase agreement transaction by McLeod to PrairieWave and the approval of transfer of certificate by McLeod to PrairieWave in Docket No. TC02-062.

McLeod has authorized Qwest to submit this Agreement on McLeod's behalf.

Sincerely yours,
BOYCE, MURPHY, MCDOWELL
& GREENFIELD, L.L.P.



Thomas J. Welk

TJW/vjj
Enclosures

cc: Ms. William Heaston – McLeod (enclosure letter only)
Ms. Colleen Sevold
Ms. Luba Hromyk (enclosure letter only)

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OCT 17 2002

**Consent to Transfer
(South Dakota)**

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

hdp **THIS CONSENT TO TRANSFER** by Qwest Corporation, a Colorado corporation ("Qwest Corporation") for the benefit of McLeodUSA Telecom Development, Inc., an ~~Iowa~~ ^{South Dakota} corporation (fka Dakota Telecom, Inc.) ("MTD") and PrairieWave Telecommunications, Inc., a South Dakota corporation ("PrairieWave") is executed this 21st day of August, 2002.

WHEREAS, PrairieWave has entered into a stock purchase agreement whereby PrairieWave will acquire the stock of MTD (the "Stock Agreement");

WHEREAS, MTD currently operates its business under a Negotiated Interconnection Agreement ("Interconnection Agreement"), approved by the Commission effective October 21, 1998 (Docket No. TC97-126) and MTD wishes to transfer the Interconnection Agreement to PrairieWave as part of the stock purchase agreement transaction;

WHEREAS, Section 36.33 of the Interconnection Agreement will permit the transfer of the Interconnection Agreement with the written consent of Qwest Corporation.

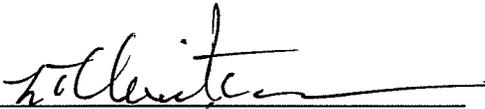
NOW THEREFORE, Qwest Corporation, MTD, and PrairieWave agree as follows:

1. Pursuant to Section 36.33 of the Interconnection Agreement, Qwest Corporation consents to the transfer of the Interconnection Agreement from MTD to PrairieWave.
2. Notwithstanding anything to the contrary in this Consent to Transfer, Qwest Corporation's consent as set forth in paragraph 1 above shall not be valid unless and until: (a) the Stock Agreement, whereby PrairieWave assumes all obligations of MTD, has been fully executed and the transaction contemplated therein has been completed and closed; and (b) PrairieWave provides Qwest Corporation a resolution of PrairieWave's Board of Directors or similar document acceptable to Qwest Corporation or an opinion of counsel that the Interconnection Agreement has been assumed in its entirety and that PrairieWave agrees to be bound by all obligations and perform all covenants of MTD under the Interconnection Agreement.
3. Notwithstanding anything to the contrary in this Consent to Transfer, nothing contained herein shall serve to release MTD from its obligations under the Interconnection Agreement nor shall this consent be construed as a consent to further assignment of the Interconnection Agreement without first obtaining the consent of Qwest Corporation consistent with the terms of the Interconnection Agreement.

4. In the event the transaction between MTD and PrairieWave is not completed and closed, this consent shall be deemed to be void ab initio.

Executed as of the date first set forth above.

QWEST CORPORATION,
a Colorado corporation

By: 
Name: LT Christensen
Title: Director - Bus Policy

McLEODUSA TELECOM DEVELOPMENT, INC.,
an Iowa corporation
SOUTH DAKOTA

By: 
Name: WILLIAM P. HEASTON
Title: DEP GENERAL COUNSEL

PRAIRIEWAVE TELECOMMUNICATIONS, INC.
a South Dakota corporation

By: 
Name: CRAG A. ANDERSON
Title: CEO

South Dakota Public Utilities Commission

WEEKLY FILINGS

For the Period of October 17, 2002 through October 23, 2002

If you need a complete copy of a filing faxed, overnight expressed, or mailed to you, please contact Delaine Kolbo within five business days of this report. Phone: 605-773-3705 Fax: 605-773-3809

CONSUMER COMPLAINTS

CT02-043 In the Matter of a Complaint Filed by Guy and Linda Varud, Sioux Falls, South Dakota, against Qwest Communications, Inc. and McLeodUSA Telecommunications Services, Inc. Regarding Wiring Problems.

On October 17, 2002, the Commission received a complaint from Guy and Linda Varud (Complainants) of Sioux Falls, South Dakota, against Qwest Communications, Inc. (Qwest) and McLeodUSA Telecommunications Services, Inc. (McLeodUSA). According to the complaint, the Complainants' phone will not operate after there is rain or moisture in the air. Complainants state that Qwest has alleged it is a problem with McLeodUSA wiring. McLeodUSA has alleged it is a problem with Qwest wiring. Complainants believe that the wiring problem is a result of substandard inside wiring, which should fall within the inside wiring protection they have paid McLeodUSA for. Complainants seek to have the company responsible pay for the line repair inspection bill, pay to have the wiring fixed and provide reasonable compensation to complainants for time spent seeking resolution of the problem.

Staff Analyst: Amy Kayser
Staff Attorney: Kelly Frazier
Date Docketed: 10/17/02
Intervention Deadline: NA

ELECTRIC

EL02-022 In the Matter of the Filing by MidAmerican Energy Company for Approval of a Departure From Electric Energy Cost Adjustment Tariff.

Application by MidAmerican Energy Company for a non-permanent waiver of tariff provisions which allow only energy costs and credits to be passed on to customers through the Electric Energy Adjustment Clause. MidAmerican recently settled litigation and disputes with Nebraska Public Power District regarding the Cooper Nuclear Station. As a result of that settlement, MidAmerican has received an up-front payment representing a reduction in price for capacity from the Cooper plant. MidAmerican wishes to utilize the Electric Energy Adjustment Clause to pass on these capacity savings to customers.

Staff Analyst: Dave Jacobson
Staff Attorney: Kelly Frazier
Date Docketed: 10/22/02
Intervention Deadline: 11/08/02

TELECOMMUNICATIONS

TC02-168 In the Matter of the Filing for Approval of an Amendment to an Interconnection Agreement Between McLeodUSA Telecommunications Services, Inc. and Qwest Corporation f/k/a U S West Communications, Inc.

On October 17, 2002, the Commission received for approval a Filing For Consent To Transfer by Qwest Corporation (Qwest) for the benefit of McLeodUSA Telecom Development, Inc.(McLeodUSA), a South Dakota Corporation f/k/a Dakota Telecom, Inc. and PrairieWave Telecommunications, Inc. (PrairieWave). According the filing, PrairieWave has entered into a stock purchase agreement whereby PrairieWave will acquire the stock of McLeodUSA. McLeodUSA currently operates its business under a Negotiated Interconnection Agreement, approved by the Commission effective October 21, 1998, in Docket No. TC97-126. McLeodUSA wishes to transfer the Interconnection Agreement to PrairieWave as part of the stock purchase agreement transaction. Any party wishing to comment on the filing may do so by filing written comments with the Commission and the parties to the agreement no later than November 6, 2002. Parties to the agreement may file written responses to the comments no later than twenty days after the service of the initial comments.

Staff Attorney: Kelly Frazier

Date Docketed: 10/17/02

Initial Comments Due: 11/06/02

TC02-169 In the Matter of the Filing by Qwest Corporation for Approval of a Revision to its Deadwood-Sturgis Locality Special Rate Area Map.

Qwest Corporation submitted for Commission approval the following revised exchange boundary maps: Deadwood Locality Special Rate Area Map and Sturgis Locality Special Rate Area Map. These revisions are made to correct an error in the maps that are now on file with the Commission. No customers are affected by these revisions.

Staff Analyst: Michele Farris

Staff Attorney: Karen Cremer

Date Docketed: 10/17/02

Intervention Deadline: 11/08/02

TC02-170 In the Matter of the Filing by Northern Valley Communication for an Exemption from Developing Company Specific Cost-Based Switched Access Rates.

On October 21, 2002, Northern Valley Communications (NVC) filed a request to extend its exemption from the development of company specific cost-based intrastate switched access rates for

an additional three years. NVC was originally granted an exemption in October of 1999 which stipulated that within three years NVC must either file a petition to continue the exemption granted or file cost-based rates.

Staff Analyst: Heather Forney
Staff Attorney: Karen Cremer
Date Docketed: 10/21/02
Intervention Deadline: 11/08/02

TC02-171 In the Matter of the Application of American Long Lines, Inc. for a Certificate of Authority to Provide Interexchange Telecommunications Services in South Dakota.

Application by American Long Lines, Inc. ("ALL") for a certificate of authority to provide resold, intrastate, interexchange telecommunications service within South Dakota.

Staff Analyst: Dave Jacobson
Staff Attorney: Kelly Frazier
Date Docketed: 10/23/02
Intervention Deadline: 11/08/02

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**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA**

IN THE MATTER OF THE FILING FOR) APPROVAL OF A TRANSFER OF AN) INTERCONNECTION AGREEMENT BETWEEN) MCLEODUSA TELECOM DEVELOPMENT, INC.) F/K/A DAKOTA TELECOM, INC. AND) PRAIRIEWAVE TELECOMMUNICATIONS, INC.) AND QWEST CORPORATION F/K/A U S WEST) COMMUNICATIONS, INC.)	ORDER APPROVING TRANSFER OF AN INTERCONNECTION AGREEMENT TC02-168
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On October 17, 2002, Qwest Corporation (Qwest) submitted a filing requesting that the South Dakota Public Utilities Commission (Commission) approve the transfer of an interconnection agreement. The original agreement was between McLeodUSA Telecom Development, Inc. f/k/a Dakota Telecom, Inc. (McLeod) and Qwest. The transfer proposed to transfer McLeod's obligations to PrairieWave Telecommunications, Inc. (PrairieWave). The proposed transfer is contingent upon approval and sale of a stock purchase agreement by McLeod to PrairieWave and approval of transfer by the Commission.

On October 24, 2002, the Commission electronically transmitted notice of the filing of the transfer request to interested individuals and entities. The notice stated that any person wishing to comment on the parties' request for approval had until November 6, 2002, to do so. No comments were filed.

At its duly noticed November 20, 2002, meeting, the Commission considered whether to approve the transfer of McLeod's interconnection agreement with Qwest from McLeod to PrairieWave. Commission Staff recommended its approval.

The Commission has jurisdiction over this matter pursuant to SDCL Chapter 49-31, and the Federal Telecommunications Act of 1996. In accordance with 47 U.S.C. § 252(e)(2), the Commission found that the transfer does not discriminate against a telecommunications carrier that is not a party to the transfer and the transfer is consistent with the public interest, convenience, and necessity. The Commission unanimously voted to approve the transfer of the agreement. It is therefore

ORDERED, that the Commission approves the transfer of the agreement as described herein.

Dated at Pierre, South Dakota, this 2nd day of December, 2002.

CERTIFICATE OF SERVICE
The undersigned hereby certifies that this document has been served today upon all parties of record in this docket, as listed on the docket service list, by facsimile or by first class mail, in properly addressed envelopes, with charges prepaid thereon.
By: <u> Arlaine Kaelbo </u>
Date: <u> 12/2/02 </u>
(OFFICIAL SEAL)

BY ORDER OF THE COMMISSION:

 James A. Burg
JAMES A. BURG, Chairman

 Pam Nelson
PAM NELSON, Commissioner

 Robert K. Sahr
ROBERT K. SAHR, Commissioner